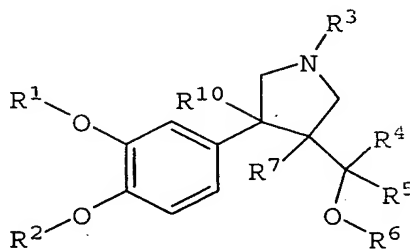


WHAT IS CLAIMED IS:

1. A compound having a formula:



wherein R¹ is selected from the group consisting of hydrogen, lower alkyl, bridged alkyl, aryl, cycloalkyl, a 4-, 5-, or 6-membered saturated heterocycle, heteroaryl, C₁₋₄alkylenearyl, C₁₋₄alkyleneOaryl, C₁₋₄alkyleneheteroaryl, C₁₋₄alkyleneHet, C₂₋₄alkylenearylOaryl, C₁₋₄alkylene bridged alkyl, C₁₋₄alkylenecycloalkyl, substituted or unsubstituted propargyl, substituted or unsubstituted allyl, and halocycloalkyl;

R² is selected from the group consisting of hydrogen, methyl, and halo-substituted methyl, e.g., CHF₂;

R³ is selected from the group consisting of C(=O)OR⁷, C(=O)R⁷, NHC(=O)OR⁷, C₁₋₃alkyleneC(=O)OR⁸, C₁₋₃alkyleneC(=O)R⁸, C(=NH)NR⁸R⁹, C(=O)NR⁸R⁹, C(=O)-C(=O)NR⁸R⁹, C(=O)C(=O)OR⁸, C₁₋₄alkyleneOR⁸, aryl, C₁₋₃alkylenearyl, C₁₋₃alkyleneheteroaryl, SO₂heteroaryl, Het, and heteroaryl;

R⁴ is selected from the group consisting of hydrogen, lower alkyl, haloalkyl, cycloalkyl, and aryl;

R^5 is selected from the group consisting of hydrogen, lower alkyl, alkynyl, haloalkyl, hydroxyalkyl, cycloalkyl, and aryl;

R^6 is selected from the group consisting of hydrogen, lower alkyl, and $C(=O)R^7$;

R^7 is selected from the group consisting of lower alkyl, branched or unbranched, C_{1-4} alkylenearyl, cycloalkyl, Het, C_{1-4} alkylenecycloalkyl, heteroaryl, and aryl, each optionally substituted with one or more of $OC(=O)R^8$, $C(=O)OR^8$, OR^8 , NR^8R^9 , or SR^8 ;

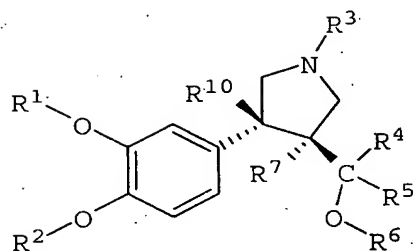
R^8 and R^9 , same or different, are selected from the group consisting of hydrogen, lower alkyl, cycloalkyl, aryl, heteroaryl, $C(=O)Oalkyl$, $C(=O)-Oaryl$, $C(=O)alkyl$, $alkylSO_2$, $haloalkylSO_2$, $C(=O)-C_{1-3}alkylenearyl$, $C(=O)OC_{1-4}alkylenearyl$, $C_{1-4}alkylenearyl$, and Het, or R^8 and R^9 together form a 4-membered to 7-membered ring;

R^{10} is selected from the group consisting of hydrogen, alkyl, haloalkyl, cycloalkyl, aryl, $C(=O)alkyl$, $C(=O)cycloalkyl$, $C(=O)aryl$, $C(=O)Oalkyl$, $C(=O)Ocycloalkyl$, $C(=O)aryl$, CH_2OH , $CH_2Oalkyl$, CHO , CN , NO_2 , and SO_2R^{11} ;

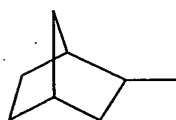
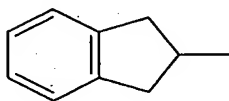
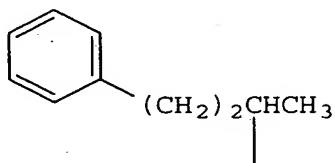
R^{11} is selected from the group consisting of alkyl, cycloalkyl, trifluoromethyl, aryl, aralkyl, and NR^8R^9 ; and

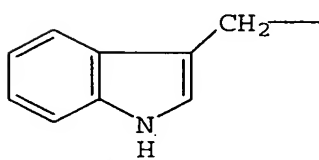
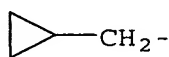
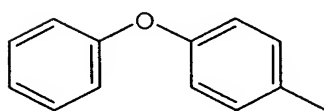
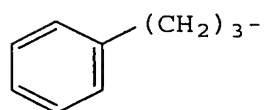
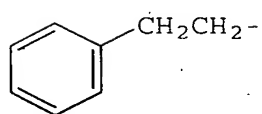
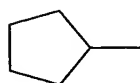
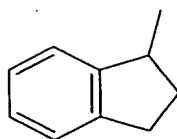
salts and solvates thereof.

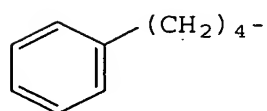
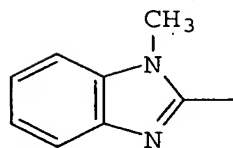
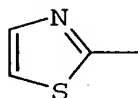
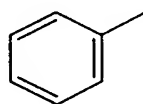
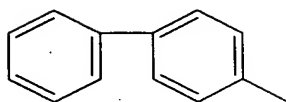
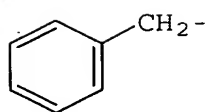
2. The compound of claim 1 having the structure:

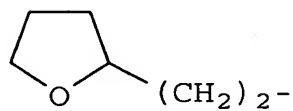
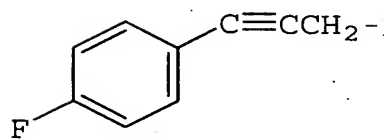
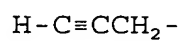
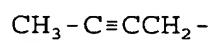
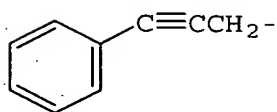
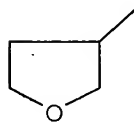
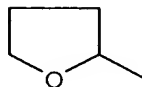
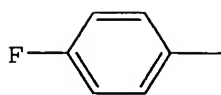


3. The compound of claim 1 wherein R¹ is selected from the group consisting of:

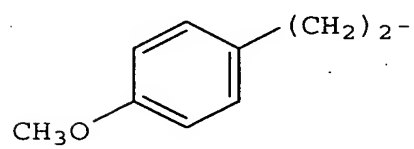
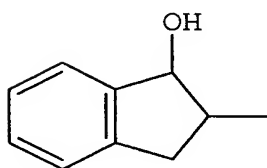
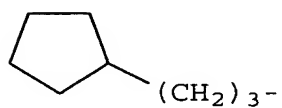
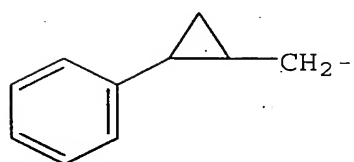
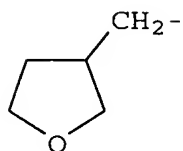
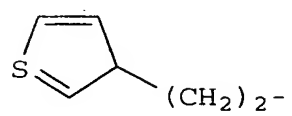


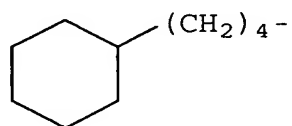
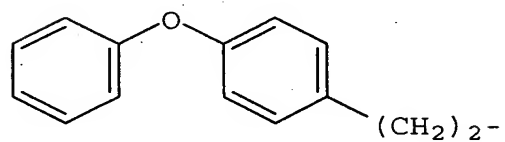
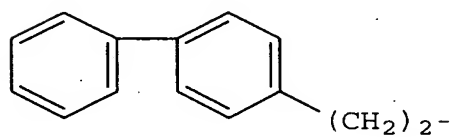
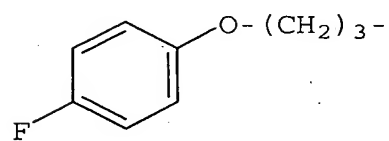
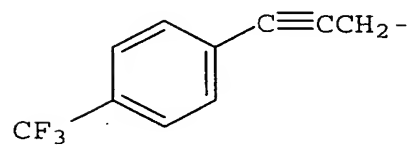




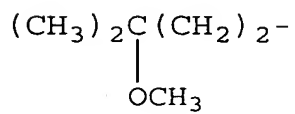
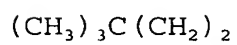
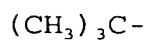
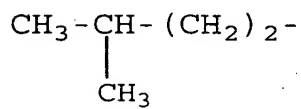
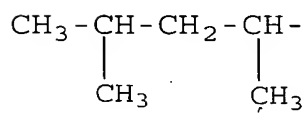
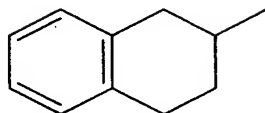
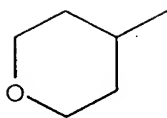


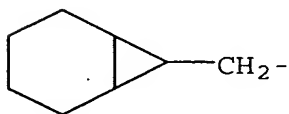
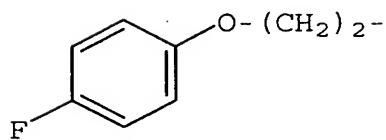
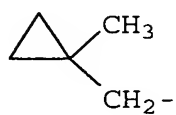
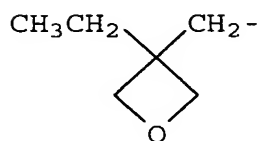
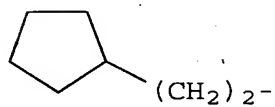
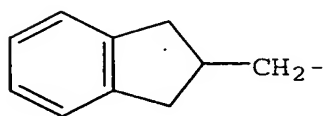
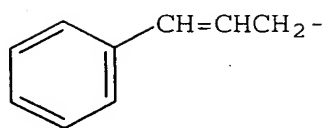
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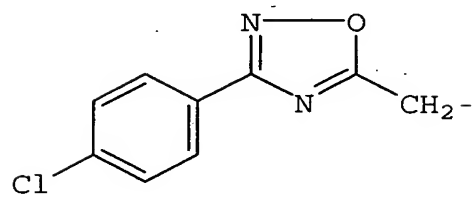
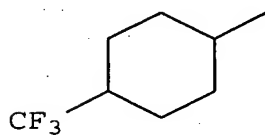
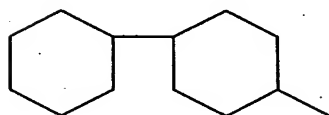
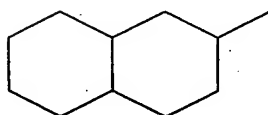
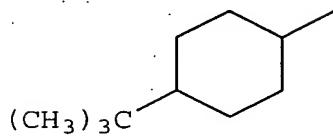
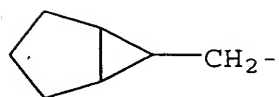


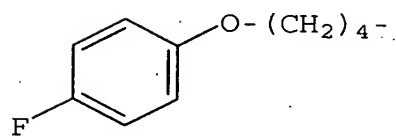
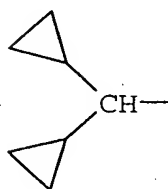
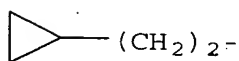
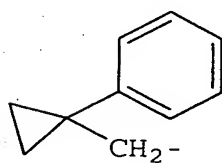
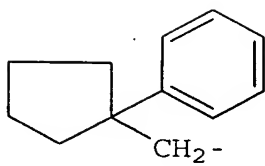


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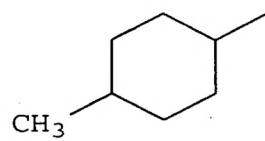




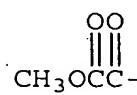
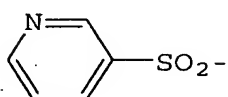
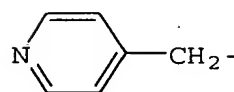
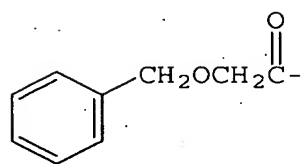
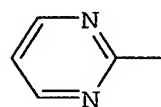
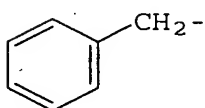
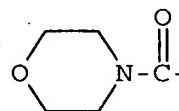
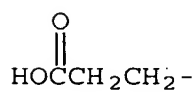
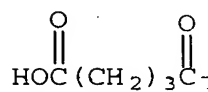
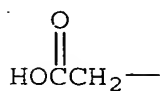
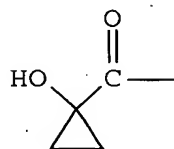
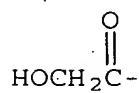
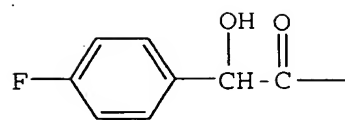
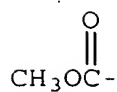


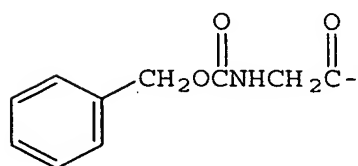
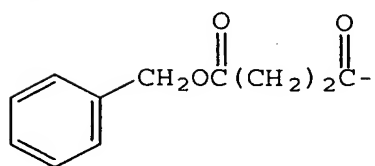
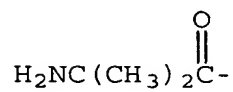
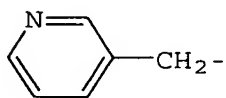
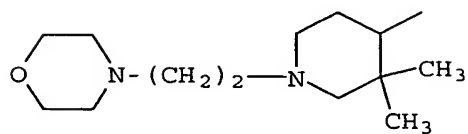
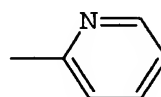
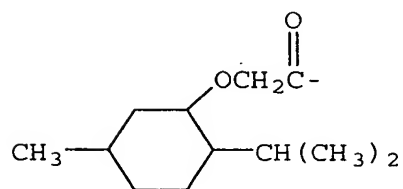
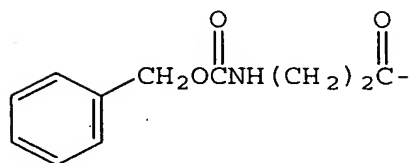
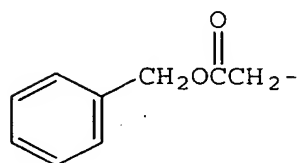
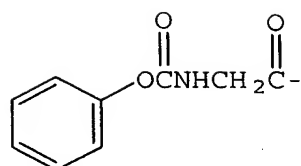
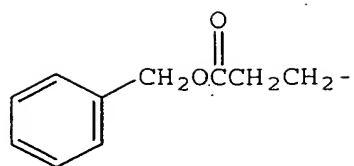
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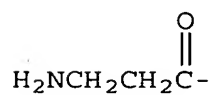
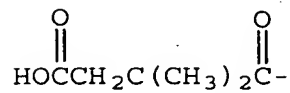
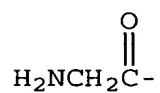
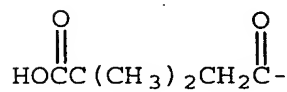
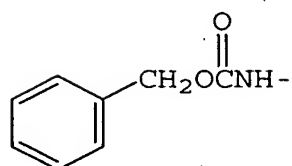
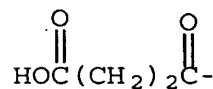
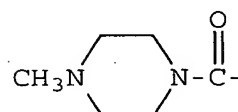
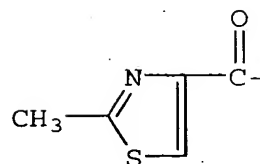
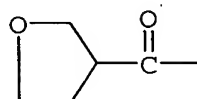
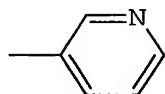
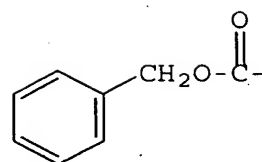
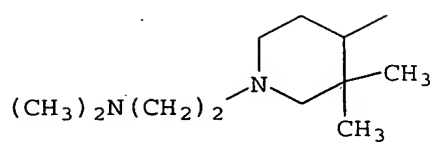
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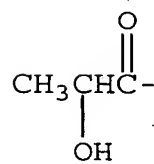
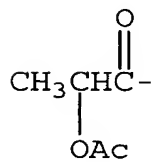
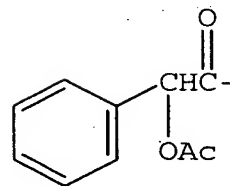
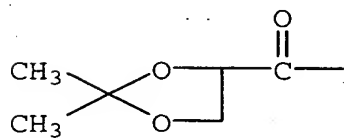
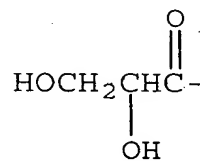
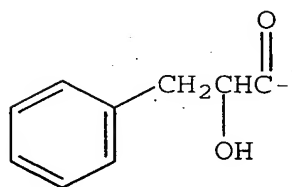
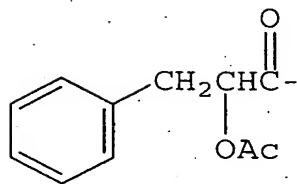
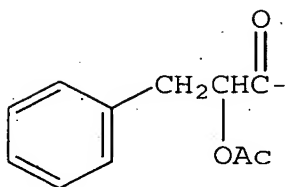
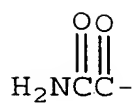


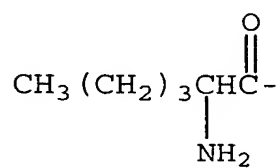
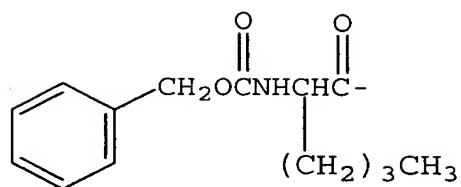
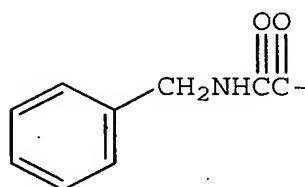
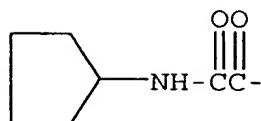
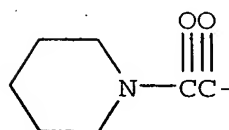
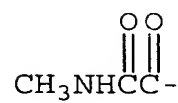
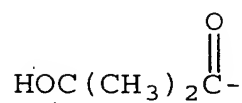
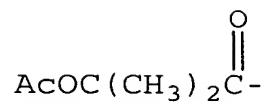
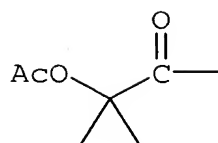
4. The composition of claim 1 wherein R^3 is selected from the group consisting of:

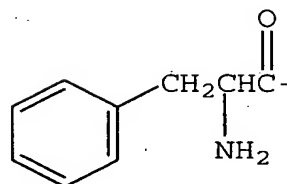
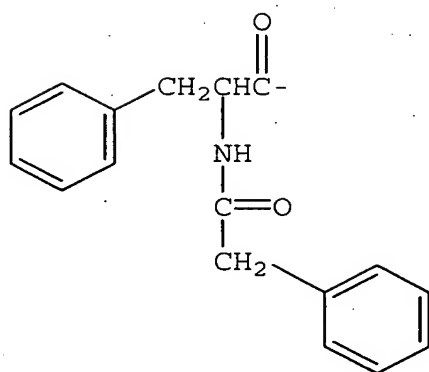
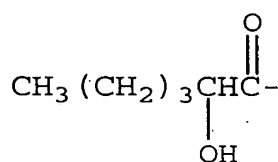
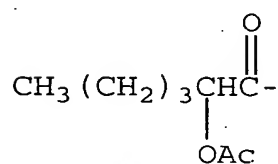
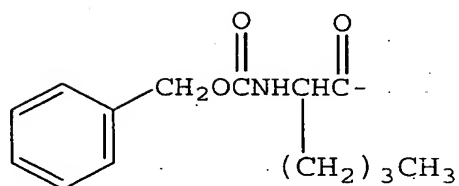
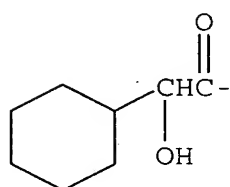
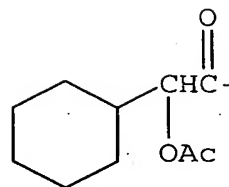
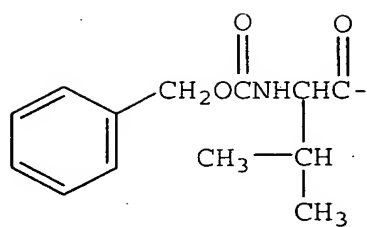


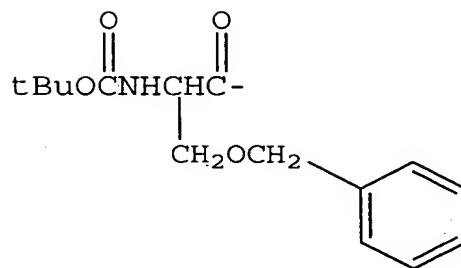
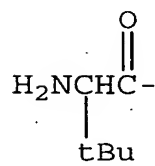
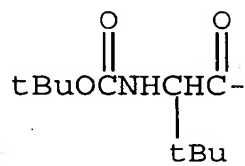
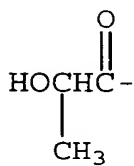
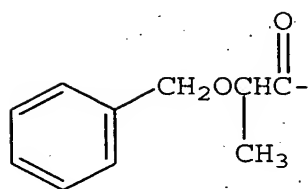
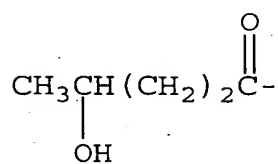
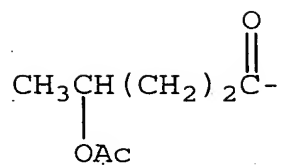
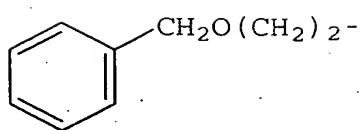


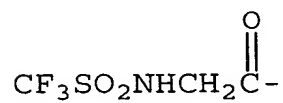
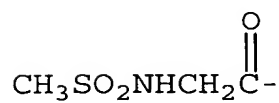
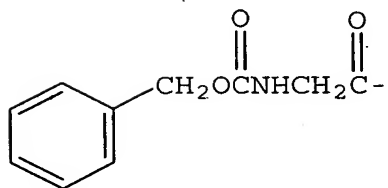
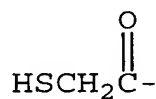
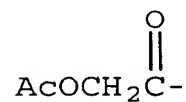
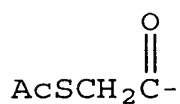
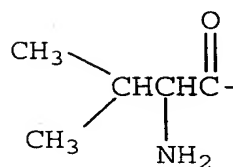
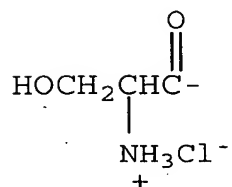
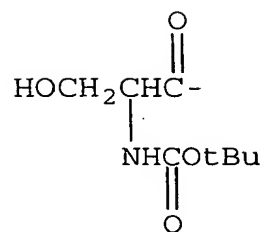
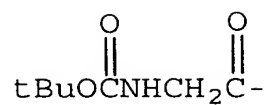


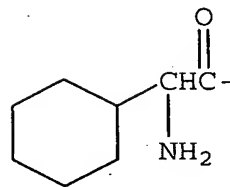
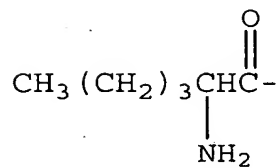
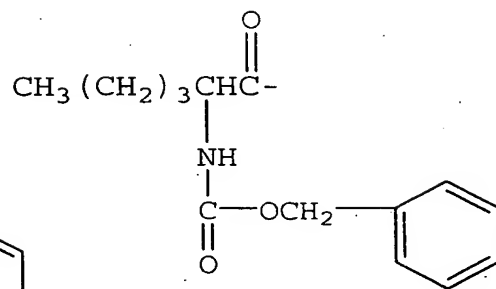
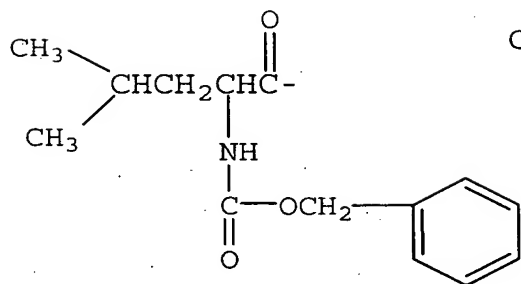
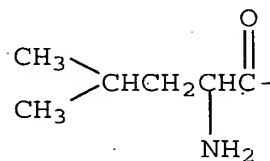
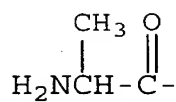
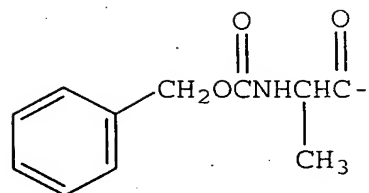
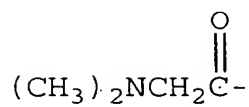


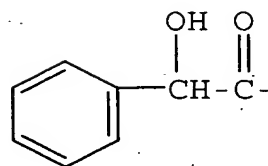
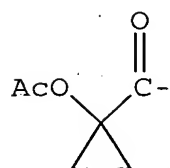
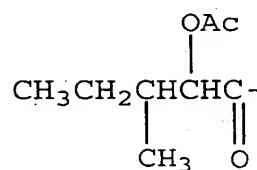
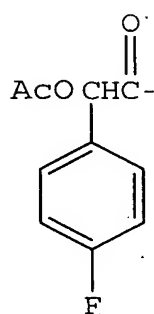
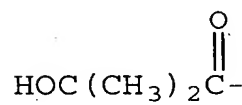
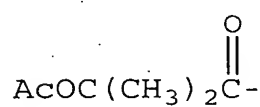
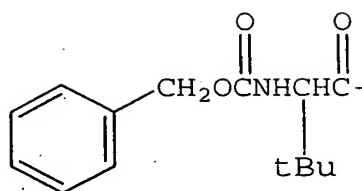
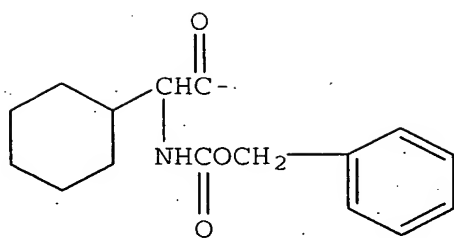


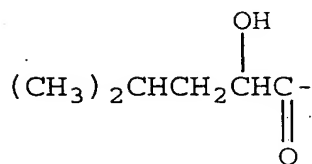
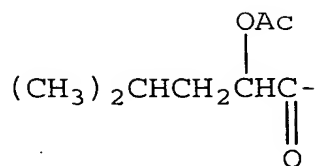
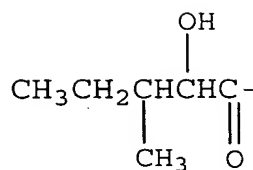




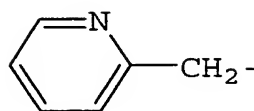








and



5. The compound of claim 1 wherein R⁴ is selected from the group consisting of hydrogen, methyl, trifluoromethyl, cyclopropyl, benzyl, and phenyl.

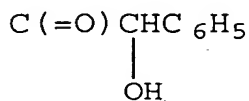
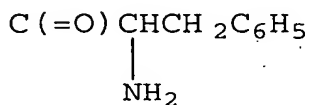
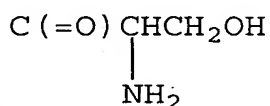
6. The compound of claim 1 wherein R⁵ is lower alkyl.

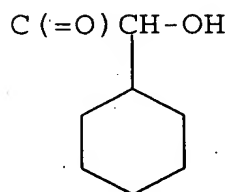
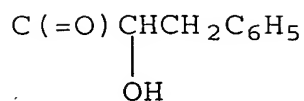
7. The compound of claim 1 wherein R⁶ is selected from the group consisting of hydrogen, acetyl, and benzoyl.

8. The compound of claim 1 wherein R⁷ is lower alkyl.

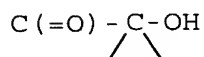
9. The compound of claim 1 wherein R^8 and R^9 , independently, are hydrogen, lower alkyl, $C(=O)C_{1-3}alkylenearyl$, $C(=O)Oaryl$, aryl, heteroaryl, Het, or cycloalkyl, or together form a 5-membered or 6-membered ring.

10. The compound of claim 1 wherein R¹ is selected from the group consisting of cyclopentyl, tetrahydrofuryl, indanyl, norbornyl, phenethyl, phenylbutyl, methylenecyclopropyl, methylenetetrahydrofuryl, ethylenethienyl, C₁₋₄alkylenecyclopentyl, methyleneindanyl, C₁₋₄alkylenephenyl, phenylpropargyl, phenylallyl, 3-(4-chlorophenyl)(1,2,4-oxadiazol-5-yl)methyl, C₁₋₄alkylenephenoxy, C₁₋₄alkylenebiphenyl, C₁₋₄alkylenecyclohexyl, pyranyl, methylene bridged alkyl, tetrahydronaphthyl, decahydronaphthyl, and C₁₋₆alkyl, optionally substituted with one or more phenyl, hydroxy, methoxy, methyl, ethyl, trifluoromethyl, fluoro, phenoxy, t-butyl, methoxy, cyclopropyl, and halophenyl; R² is selected from the group consisting of methyl and difluoromethyl; R³ is selected from the group consisting of CO₂CH₃, C(=O)CH₂OH, C(=O)CH(CH₃)OH, C(=O)C(CH₃)₂OH, C(=O)C(=O)NH₂, C(=O)C(=O)OH, C(=O)CH₂NH₂, C(=O)CH(OH)CH₂OH, C(=O)CH(OH)CH₂CH₂CH₃,





, and



R^4 is hydrogen; R^5 is methyl; R^6 is hydrogen; R^7 is methyl; R^8 and R^9 , independently, are selected from the group consisting of hydrogen and lower alkyl, or form a 5-membered or 6-membered ring, and R^{10} is hydrogen.

11. The compound of claim 1 selected from the group consisting of:

4-(3-Cyclopentyloxy-4-methoxyphenyl)-3-(1-hydroxy-1-methylethyl)-3-methylpyrrolidine-1-carboxylic acid methyl ester

1-[4-(S)-(3-Cyclopropylmethoxy-4-methoxyphenyl)-3-(1-hydroxy-1-methylethyl)-3-(S)-methylpyrrolidin-1-yl]-2-hydroxyethanone

trans-(±)-3-(1-Hydroxyethyl)-4-[3-(indan-2-yloxy)-4-methoxyphenyl]-3-methylpyrrolidine-1-carboxylic acid methyl ester

trans 4-[3-Exo-(Bicyclo[2.2.1]hept-2-yloxy)-4-methoxyphenyl]-3-(1-hydroxyethyl)-3-methylpyrrolidine-1-carboxylic acid methyl ester

trans-3-(1-Hydroxyethyl)-4-[4-methoxy-3-(1-methyl-3-phenylpropoxy)phenyl]-3-methylpyrrolidine-1-carboxylic acid methyl ester

1-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-(phenylmethoxy)ethan-1-one

1-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-hydroxyethan-1-one

N-{3-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-
oxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-3-
oxopropyl}(phenylmethoxy)carboxamide

1-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-
oxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-3-amino-
propan-1-one

Phenylmethyl 4-[3-((1R)-1-hydroxyethyl)(3S,4S)-4-(3-
cyclopentyl-4-methoxyphenyl)-3-methylpyrroli-
dinyl]-4-oxobutanoate

4-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-
oxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-4-oxo-
butanoic acid

N-{2-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclo-
pentyloxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-
oxoethyl}(phenylmethoxy)carboxamide

1-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-
oxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-amino-
ethan-1-one

3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-
oxy-4-methoxyphenyl)-3-methylpyrrolidinyl-4-methyl-
piperazinyl ketone

3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-
oxy-4-methoxyphenyl)-3-methylpyrrolidinyl morpholin-4-yl
ketone

1-[3-((1S)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-[(2S,1R,5R)-5-methyl-2-(methylethyl)cyclohexyloxy]-ethan-1-one

3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyloxy-4-methoxyphenyl)-3-methylpyrrolidinyl 2-methyl-(1,3-thiazol-4-yl) ketone

3-{[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl]sulfonyl}-pyridine

1-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-indan-2-yl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-(phenylmethoxy)ethan-1-one

1-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-indan-2-yl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-hydroxyethan-1-one

Methyl 2-[3-((1R)-1-hydroxyethyl)(3S,4S)-4-(3-indan-2-yloxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-oxoacetate

N-{2-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-indan-2-yloxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-1,1-dimethyl-2-oxoethyl}(phenylmethoxy)carboxamide

1-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-indan-2-yl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-amino-2-methylpropan-1-one

Methyl 3-((1R)-1-hydroxyethyl) (3S,4S)-4-(3-indan-2-yloxy-4-methoxyphenyl)-3-methylpyrrolidinecarboxylate

4-[3-((1R)-1-Hydroxyethyl) (3S,4S)-4-(3-indan-2-yloxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2,2-dimethyl-4-oxobutanoic acid

3-((1R)-1-Hydroxyethyl) (3S,4S)-4-(3-indan-2-yloxy-4-methoxyphenyl)-3-methylpyrrolidinyl 2-methyl(1,3-thiazol-4-yl) ketone

3-((1R)-1-Hydroxyethyl) (4S,3R)-4-(3-indan-2-yloxy-4-methoxyphenyl)-3-methylcyclopentyl oxolan-3-yl ketone

N-{2-[3-((1R)-1-Hydroxyethyl) (3S,4S)-4-(3-indan-2-yloxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-oxoethyl} (phenylmethoxy) carboxamide

1-[3-((1R)-1-Hydroxyethyl) (3S,4S)-4-(3-indan-2-yloxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-aminoethan-1-one

(1R)-1-[(3S,4S)-4-(3-Indan-2-yloxy-4-methoxyphenyl)-3-methyl-1-(2-pyridyl)pyrrolidin-3-yl]ethan-1-ol

(1R)-1-[(3S,4S)-4-(3-Indan-2-yloxy-4-methoxyphenyl)-3-methyl-1-(3-pyridyl)pyrrolidin-3-yl]ethan-1-ol

(1R)-1-[(3S,4S)-4-(3-Indan-2-yloxy-4-methoxyphenyl)-3-methyl-1-pyrimidin-2-ylpyrrolidin-3-yl]ethan-1-ol

(1R)-1-[(3S,4S)-4-(3-Cyclopentyloxy-4-methoxy-phenyl)-3-methyl-1-(2-pyridyl)pyrrolidin-3-yl]ethan-1-ol

(1R)-1-[(3S,4S)-4-(3-Cyclopentyloxy-4-methoxy-phenyl)-3-methyl-1-(3-pyridyl)pyrrolidin-3-yl]ethan-1-ol

Methyl 3-((1R)-1-hydroxyethyl)(3S,4S)-4-[4-methoxy-3-(4-phenoxyphenoxy)phenyl]-3-methylpyrrolidine-carboxylate

Methyl 3-((1S)-1-hydroxyethyl)(3S,4S)-4-[4-methoxy-3-(4-phenoxyphenoxy)phenyl]-3-methylpyrrolidinecarboxylate

Methyl 3-((1R)-1-hydroxyethyl)(3S,4S)-4-[4-methoxy-3-(4-phenylphenoxy)phenyl]-3-methylpyrrolidinecarboxylate

Methyl 3-((1S)-1-hydroxyethyl)(3S,4S)-4-[4-methoxy-3-(4-phenylphenoxy)phenyl]-3-methylpyrrolidinecarboxylate

Methyl 3-((1R)-1-hydroxyethyl)(3S,4S)-4-(4-methoxy-3-phenoxyphenyl)-3-methylpyrrolidinecarboxylate

Methyl 3-((1S)-1-hydroxyethyl)(3S,4S)-4-(4-methoxy-3-phenoxyphenyl)-3-methylpyrrolidinecarboxylate

Methyl 3-((1R)-1-hydroxyethyl)(3S,4S)-4-[3-(4-fluorophenoxy)-4-methoxyphenyl]-3-methylpyrrolidine-carboxylate

Methyl 3-((1R)-1-hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methyl pyrrolidinecarboxylate

Methyl 3-((1S)-1-hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinecarboxylate

Methyl 3-((1R)-1-hydroxyethyl)(3S,4S)-4-(4-methoxy-3-(1,3-thiazol-2-yloxy)phenyl)-3-methylpyrrolidinecarboxylate

Methyl 3-((1S)-1-hydroxyethyl)(3S,4S)-4-(4-methoxy-3-(1,3-thiazol-2-yloxy)phenyl)-3-methylpyrrolidinecarboxylate

Methyl 3-((1R)-1-hydroxyethyl)(3S,4S)-4-(3-benzimidazol-2-yloxy-4-methoxyphenyl)-3-methylpyrrolidinecarboxylate

Methyl 3-((1S)-1-hydroxyethyl)(3S,4S)-4-(3-benzimidazol-2-yloxy-4-methoxyphenyl)-3-methylpyrrolidinecarboxylate

Methyl 3-((1R)-1-hydroxyethyl)(3S,4S)-4-[4-methoxy-3-(3-phenylpropoxy)phenyl]-3-methylpyrrolidinecarboxylate

Methyl 3-((1 S)-1-hydroxyethyl)(3S,4S)-4-[4-methoxy-3-(3-phenylpropoxy)phenyl]-3-methylpyrrolidinecarboxylate

Methyl 3-((1R)-1-hydroxyethyl)(3S,4S)-4-[4-methoxy-3-(4-phenylbutoxy)phenyl]-3-methylpyrrolidinecarboxylate

Methyl 3-((1S)-1-hydroxyethyl)(3S,4S)-4-[4-methoxy-3-(4-phenylbutoxy)phenyl]-3-methylpyrrolidinecarboxylate

Methyl 3-((1R)-1-hydroxyethyl)(3S,4S)-4-[4-methoxy-3-(2-phenylethoxy)phenyl]-3-methylpyrrolidinecarboxylate

Methyl 3-((1S)-1-hydroxyethyl)(3S,4S)-4-[4-methoxy-3-(2-phenylethoxy)phenyl]-3-methylpyrrolidinecarboxylate

(1R)-1-[(3S,4S)-4-(3-Cyclopentyloxy-4-methoxyphenyl)-3-methyl-1-(2-pyridylmethyl)pyrrolidin-3-yl]ethan-1-ol

(1R)-1-[(3S,4S)-4-(3-Cyclopentyloxy-4-methoxyphenyl)-3-methyl-1-(3-pyridylmethyl)pyrrolidin-3-yl]ethan-1-ol

(1R)-1-[(3S,4S)-4-(3-Cyclopentyloxy-4-methoxyphenyl)-3-methyl-1-(4-pyridylmethyl)pyrrolidin-3-yl]ethan-1-ol

Phenylmethyl 3-[3-((1R)-1-hydroxyethyl)(3S,4S)-4-(3-cyclopentyloxy-4-methoxyphenyl)-3-methylpyrrolidinyl]propanoate

3-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl]propanoic acid

Phenylmethyl 2-[3-((1R)-1-hydroxyethyl)(3S,4S)-4-(3-cyclopentyloxy-4-methoxyphenyl)-3-methylpyrrolidinyl]acetate

2-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl]acetic acid

2-[(3R)-3-((1R)-1-Hydroxyethyl)-4-(3-cyclopentyloxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-oxo-1-phenylethyl acetate

1-[(3R)-3-((1R)-1-Hydroxyethyl)-4-(3-cyclopentyloxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-hydroxy-2-phenylethan-1-one

1-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-(phenylmethoxy)ethan-1-one

1-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-hydroxyethan-1-one

2-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl](1S)-1-methyl-2-oxoethyl acetate

1-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl](2S)-2-hydroxypropan-1-one

{[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl]carbonyl}-cyclopropyl acetate

3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyloxy-4-methoxyphenyl)-3-methylpyrrolidinyl hydroxycyclopropyl ketone

2-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-1,1-dimethyl-2-oxoethyl acetate

1-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-hydroxy-2-methylpropan-1-one

Methyl 2-[3-((1R)-1-hydroxyethyl)(3S,4S)-4-(3-cyclopentyloxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-oxoacetate

2-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-oxoacetic acid

2-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-oxoacetamide

2-[(3S,4S)-3-[(R)-1-Hydroxyethyl]-4-[4-methoxy-3-(3-phenylprop-2-ynyloxy)-phenyl]-3-methylpyrrolidin-1-yl]-2-oxo-acetamide

2-[(3S,4S)-3-[(R)-1-Hydroxyethyl]-4-{4-methoxy-3-[3-(4-trifluoromethyl-phenyl)prop-2-ynyloxy]-phenyl}-3-methylpyrrolidin-1-yl)-2-oxo-acetamide

2-[(3S,4S)-4-{3-[3-(4-Fluorophenoxy)propoxy]-4-methoxyphenyl}-3-[(R)-1-hydroxyethyl]-3-methylpyrrolidin-1-yl]-2-oxo-acetamide

2-[(3S,4S)-4-(3-Cyclopropylmethoxy-4-methoxyphenyl)-3-[(R)-1-hydroxyethyl]-3-methylpyrrolidin-1-yl]-2-oxo-acetamide

2-[(3S,4S)-3-[(R)-1-Hydroxyethyl]-4-[3-(indan-2-yloxy)-4-methoxyphenyl]-3-methylpyrrolidin-1-yl]-2-oxo-acetamide

2-[3-[(1R)-1-Hydroxyethyl](3S,4S)-4-(3-cyclopentyl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-N-methyl-2-oxoacetamide

1-[3-[(1R)-1-Hydroxyethyl](3S,4S)-4-(3-cyclopentyl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-piperidylethane-1,2-dione

2-[3-[(1R)-1-Hydroxyethyl](3S,4S)-4-(3-cyclopentyl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-N-cyclopentyl-2-oxoacetamide

2-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-oxo-N-benzylacetamide

N-{(1R)-2-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyloxy-4-methoxyphenyl)-3-methylpyrroli-dinyl]-1-butyl-2-oxoethyl}(phenylmethoxy)carboxamide

(2R)-1-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclo-pentyloxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-aminohexan-1-one

N-{(1R)-2-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyloxy-4-methoxyphenyl)-3-methylpyrroli-dinyl]-1-(methylethyl)-2-oxoethyl}(phenylmethoxy)-carboxamide

(2R)-1-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclo-pentyloxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-amino-3-methylbutan-1-one

2-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl](1S)-1-cyclohexyl-2-oxoethyl acetate

1-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl](2S)-2-cyclohexyl-2-hydroxyethan-1-one

1-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl](2R)-2-cyclohexyl-2-acetoxyethan-1-one

(2R)-1-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-cyclohexyl-2-hydroxyethan-1-one

N-{2-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-(1S)-1-butyl-2-oxoethyl}(phenylmethoxy)carboxamide

1-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl](2S)-2-aminohexan-1-one

(1R)-2-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-1-butyl-2-oxoethyl acetate

(2R)-1-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-hydroxyhexan-1-one

N-{2-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-(1S)-2-oxo-1-benzylethyl}(phenylmethoxy)carboxamide

1-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl](2S)-2-amino-3-phenylpropan-1-one

N-{(1R)-2-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyl-oxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-oxo-1-benzylethyl}(phenylmethoxy)carboxamide

(2R)-1-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-cyclopentyloxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-amino-3-phenylpropan-1-one

2-((3S,4S)-3-((1R)-1-Hydroxyethyl)-4-(3-(cyclopropylmethoxy)-4-methoxyphenyl)-3-methylpyrrolidinyl)-2-oxo-1-propylethyl acetate

1-((3S,4S)-3-((1R)-1-Hydroxyethyl)-4-(3-(cyclopropylmethoxy)-4-methoxyphenyl)-3-methylpyrrolidinyl)-2-hydroxypentan-1-one

1-((3S,4S)-3-((1R)-1-Hydroxyethyl)-4-(3-(cyclopropylmethoxy)-4-methoxyphenyl)-3-methylpyrrolidinyl)(2S)-2-(phenylmethoxy)propan-1-one

1-((3S,4S)-3-((1R)-1-Hydroxyethyl)-4-(3-(cyclopropylmethoxy)-4-methoxyphenyl)-3-methylpyrrolidinyl)(2S)-2-(hydroxy)propan-1-one

N-((1R)-2-((3S,4S)-3-((1R)-1-Hydroxyethyl)-4-(3-(cyclopropylmethoxy)-4-methoxyphenyl)-3-methylpyrrolidinyl)-1-(tert-butyl)-2-oxoethyl)(tert-butoxy)carboxamide

(2R)-1-((3S,4S)-3-((1R)-1-Hydroxyethyl)-4-(3-(cyclopropylmethoxy)-4-methoxyphenyl)-3-methylpyrrolidinyl)-2-amino-3,3-dimethylbutan-1-one

N-2-((3S,4S)-3-((1R)-1-Hydroxyethyl)-4-(3-hydroxy-4-methoxyphenyl)-3-methylpyrrolidinyl)(1R)-2-oxo-1-[(phenylmethoxy)methyl]ethyl(tert-butoxy)carboxamide

N- (2- { (3S,4S) -3- ((1R) -1-Hydroxyethyl) -4- [3- (cyclopropylmethoxy) -4-methoxyphenyl] -3-methylpyrrolidinyl } (1S) -2-oxo-1- [(phenylmethoxy)methyl]ethyl) - (tert-butoxy) carboxamide

N- (2- { (3S,4S) -3- ((1R) -1-Hydroxyethyl) -4- [3- (cyclopropylmethoxy) -4-methoxyphenyl] -3-methylpyrrolidinyl } (1R) -1- (hydroxymethyl) -2-oxoethyl) (tert-butoxy) carboxamide

1- { (3S,4S) - ((1R) -1-Hydroxyethyl) -4- [3- (cyclopropylmethoxy) -4-methoxyphenyl] -3-methylpyrrolidinyl } (2R) -2-amino-3-hydroxypropan-1-one hydrochloride

2- { 3- ((1R) -1-Hydroxyethyl) (3S,4S) -4- [3- (cyclopropylmethoxy) -4-methoxyphenyl] -3-methylpyrrolidinyl } (1S) -1-cyclohexyl-2-oxoethyl acetate

1- { 3- ((1R) -1-Hydroxyethyl) (3S,4S) -4- [3- (cyclopropylmethoxy) -4-methoxyphenyl] -3-methylpyrrolidinyl } (2S) -2-cyclohexyl-2-hydroxyethan-1-one

(1R) -2- { 3- ((1R) -1-Hydroxyethyl) (3S,4S) -4- [3- (cyclopropylmethoxy) -4-methoxyphenyl] -3-methylpyrrolidinyl } -1-cyclohexyl-2-oxoethyl acetate

(2R) -1- { 3- ((1R) -1-Hydroxyethyl) (3S,4S) -4- [3- (cyclopropylmethoxy) -4-methoxyphenyl] -3-methylpyrrolidinyl } -2-cyclohexyl-2-hydroxyethan-1-one

N- ((1R) -2- { 3- ((1R) -1-Hydroxyethyl) (3S,4S) -4- [3- (cyclopropylmethoxy) -4-methoxyphenyl] -3-methyl-

pyrrolidinyl}-1-butyl-2-oxoethyl) (phenylmethoxy) carboxamide

(2R)-1-{3-((1R)-1-Hydroxyethyl) (3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-aminohexan-1-one

N-((1R)-2-{3-((1R)-1-Hydroxyethyl) (3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-1-(methylethyl)-2-oxoethyl) (phenylmethoxy) carboxamide

(2R)-1-{3-((1R)-1-Hydroxyethyl) (3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-amino-3-methylbutan-1-one

1-[3-((1R)-1-Hydroxyethyl) (3S,4S)-4-(3-hydroxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-acetylthioethan-1-one

1-{3-((1R)-1-Hydroxyethyl) (3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-acetylthioethan-1-one

1-{3-((1R)-1-Hydroxyethyl) (3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-sulfanylethan-1-one

N-(2-{3-((1R)-1-Hydroxyethyl) (3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-oxoethyl) (phenylmethoxy) carboxamide

1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-aminoethan-1-one

1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-[(methylsulfonyl)amino]ethan-1-one

1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-[[trifluoromethyl)sulfonyl]amino}ethan-1-one

1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-(dimethylamino)ethan-1-one

N-(2-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}(1S)-1-methyl-2-oxoethyl)(phenylmethoxy)-carboxamide

1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}(2S)-2-aminopropan-1-one

N-((1R)-2-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-1-methyl-2-oxoethyl)(phenylmethoxy)-carboxamide

(2R)-1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-aminopropan-1-one

N-(2-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}(1S)-1-(methylethyl)-2-oxoethyl)(phenylmethoxy)carboxamide

1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}(2S)-2-amino-3-methylbutan-1-one

N-(2-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}(1S)-1-(2-methylpropyl)-2-oxoethyl)(phenylmethoxy)carboxamide

1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}(2S)-2-amino-4-methylpentan-1-one

N-((1R)-2-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-1-(2-methylpropyl)-2-oxoethyl)(phenylmethoxy)carboxamide

(2R)-1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-amino-4-methylpentan-1-one

N-(2-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}(1S)-1-butyl-2-oxoethyl)(phenylmethoxy)carboxamide

1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}(2S)-2-aminohexan-1-one

N-((1R)-2-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-(1R)-cyclohexyl-2-oxoethyl)(phenylmethoxy)carboxamide

(2R)-1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-amino-2-cyclohexylethan-1-one

N-((1R)-2-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-(1S)-cyclohexyl-2-oxoethyl)(phenylmethoxy)carboxamide

1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}(2S)-2-amino-3,3-dimethylbutan-1-one

1-{(3R)-3-((1R)-1-Hydroxyethyl)-4-[3-(tert-butoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-(phenylmethoxy)ethan-1-one

1-[(3R)-3-((1R)-1-Hydroxyethyl)-4-(3-hydroxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-(phenylmethoxy)-ethan-1-one

2-Benzoyloxy-1-(3-((1R)-1-hydroxyethyl)-(3S,4S)-4-[4-methoxy-3-(1-methylcyclopropylmethoxy)phenyl]-3-methylpyrrolidin-1-yl)ethanone

1-((3R)-3-((1R)-1-Hydroxyethyl)-4-{4-methoxy-3-[(methylcyclopropyl)methoxy]phenyl}-3-methylpyrrolidinyl)-2-hydroxyethan-1-one

2-Benzoyloxy-1-[(3S,4S)-4-[3-(2-cyclopropylethoxy)-4-methoxyphenyl]-3-((1R)-1-hydroxyethyl)-3-methylpyrrolidin-1-yl]ethanone

1-{(3R)-3-((1R)-1-Hydroxyethyl)-4-[3-(2-cyclopropylethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-hydroxyethan-1-one

1-{(3R)-3-((1R)-1-Hydroxyethyl)-4-[3-(2-cyclopentylethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-hydroxyethan-1-one

1-[(3S,4S)-4-[3-(2-cyclopentylethoxy)-4-methoxyphenyl]-3-((1R)-1-hydroxyethyl)-3-methylpyrrolidin-1-yl]-2-hydroxyethanone

2-Benzoyloxy-1-[4-(S)-[3-(bicyclo[4.1.0]hept-7-yl-methoxy)-4-methoxyphenyl]-3-(S)-(1-(R)-hydroxyethyl)-3-methylpyrrolidin-1-yl]ethanone

1-[4-(S)-[3-(Bicyclo[4.1.0]hept-7-ylmethoxy)-4-methoxyphenyl]-3-(S)-(1-(R)-hydroxyethyl)-3-methylpyrrolidin-1-yl]-2-hydroxyethanone

2-Benzoyloxy-1-[4-(S)-[3-(bicyclo[3.1.0]hex-6-ylmethoxy)-4-methoxyphenyl]-3-(S)-(1-(R)-hydroxyethyl)-3-methylpyrrolidin-1-yl]ethanone

1-[4-(S)-[3-(Bicyclo[3.1.0]hex-6-ylmethoxy)-4-methoxyphenyl]-3-(S)-(1-(R)-hydroxyethyl)-3-methylpyrrolidin-1-yl]-2-hydroxyethanone

2-Benzoyloxy-1-[4-(S)-[3-(4-tert-butylcyclohexyloxy)-4-methoxyphenyl]-3-(S)-(1-(R)-hydroxyethyl)-3-methylpyrrolidin-1-yl]ethanone

1-[4-(S)-[3-(4-tert-Butylcyclohexyloxy)-4-methoxyphenyl]-3-(S)-(1-(R)-hydroxyethyl)-3-methylpyrrolidin-1-yl]-2-hydroxyethanone

2-Benzoyloxy-1-{3-(S)-(1-(R)-hydroxyethyl)-4-(S)-[4-methoxy-3-(4-methylcyclohexyloxy)phenyl]-3-methylpyrrolidin-1-yl}ethanone

2-Hydroxy-1-{3-(S)-(1-(R)-hydroxyethyl)-4-(S)-[4-methoxy-3-(4-methylcyclohexyloxy)phenyl]-3-methylpyrrolidin-1-yl}ethanone

2-Benzoyloxy-1-[4-(S)-[3-(decahydronaphthalen-2-yloxy)-4-methoxyphenyl]-3-(S)-(1-(R)-hydroxyethyl)-3-methylpyrrolidin-1-yl]ethanone

1-[4-(S)-[3-(Decahydronaphthalen-2-yloxy)-4-methoxyphenyl]-3-(S)-(1-(R)-hydroxyethyl)-3-methylpyrrolidin-1-yl]-2-hydroxyethanone

2-Benzyloxy-1-[4-(S)-[3-(bicyclohexyl-4-yloxy)-4-methoxyphenyl]-3-(S)-(1-(R)-hydroxyethyl)-3-methylpyrrolidin-1-yl]ethanone

1-[4-(S)-[3-(Bicyclohexyl-4-yloxy)-4-methoxyphenyl]-3-(S)-(1-(R)-hydroxyethyl)-3-methylpyrrolidin-1-yl]-2-hydroxyethanone

2-Benzyloxy-1-{3-(S)-(1-(R)-hydroxyethyl)-4-(S)-[4-methoxy-3-(4-trifluoromethylcyclohexyloxy)phenyl]-3-methylpyrrolidin-1-yl}ethanone

2-Hydroxy-1-{3-(S)-(1-(R)-hydroxyethyl)-4-(S)-[4-methoxy-3-(4-trifluoromethylcyclohexyloxy)phenyl]-3-methylpyrrolidin-1-yl}ethanone

2-Benzyloxy-1-{3-(S)-(1-(R)-hydroxyethyl)-4-(S)-[4-methoxy-3-(3-methoxy-3-methylbutoxy)phenyl]-3-methylpyrrolidin-1-yl}ethanone

2-Hydroxy-1-{3-(S)-(1-(R)-hydroxyethyl)-4-(S)-[4-methoxy-3-(3-methoxy-3-methylbutoxy)phenyl]-3-methylpyrrolidin-1-yl}ethanone

2-Benzyloxy-1-{3-(S)-(1-(R)-hydroxyethyl)-4-(S)-[4-methoxy-3-(1-phenylcyclopentylmethoxy)phenyl]-3-methylpyrrolidin-1-yl}ethanone

2-Hydroxy-1-{3-(S)-(1-(R)-hydroxyethyl)-4-(S)-[4-methoxy-3-(1-phenylcyclopentylmethoxy)phenyl]-3-methylpyrrolidin-1-yl}ethanone

2-Benzyloxy-1-{3-(S)-(1-(R)-hydroxyethyl)-4-(S)-[4-methoxy-3-(1-phenylcyclopropylmethoxy)phenyl]-3-methylpyrrolidin-1-yl}ethanone

2-Hydroxy-1-{3-(S)-(1-(R)-hydroxyethyl)-4-(S)-[4-methoxy-3-(1-phenylcyclopropylmethoxy)phenyl]-3-methylpyrrolidin-1-yl}ethanone

2-Benzyloxy-1-[(3S,4S)-4-3-(3-ethyloxetan-3-ylmethoxy)-4-methoxyphenyl]-3-((1R)-1-hydroxyethyl)-3-methylpyrrolidin-1-yl}ethanone

1-((3R)-3-((1R)-1-Hydroxyethyl)-4-{3-[(3-ethyl-oxetan-3-yl)methoxy]-4-methoxyphenyl}-3-methylpyrrolidinyl)-2-hydroxyethan-1-one

(2-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(tert-butoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-oxoethyl acetate

2-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-hydroxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-oxoethyl acetate

2-Benzyloxy-1-[(3S,4S)-4-[3-(2-biphenyl-4-ylethoxy)-4-methoxyphenyl]-3-((R)-1-hydroxyethyl)-3-methylpyrrolidin-1-yl}ethanone

1-[(3S,4S)-4-[3-(2-Biphenyl-4-ylethoxy)-4-methoxyphenyl]-3-((R)-1-hydroxyethyl)-3-methylpyrrolidin-1-yl]-2-hydroxyethanone

2-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[4-methoxy-3-(3-phenylprop-2-ynyloxy)phenyl]-3-methylpyrrolidinyl}-2-oxoethyl acetate

2-(3-((1R)-1-Hydroxyethyl)(3S,4S)-4-{3-[3-(4-fluorophenyl)prop-2-ynyloxy]-4-methoxyphenyl}-3-methylpyrrolidinyl)-2-oxoethyl acetate

2-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(dicyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-oxoethyl acetate

2-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-{[3-(4-chlorophenyl)(1,2,4-oxadiazol-5-yl)]methoxy}-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-oxoethyl acetate

1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[4-methoxy-3-(3-phenylprop-2-ynyloxy)phenyl]-3-methylpyrrolidinyl}-2-hydroxyethan-1-one

1-(3-((1R)-1-Hydroxyethyl)(3S,4S)-4-{3-[3-(4-fluorophenyl)prop-2-ynyloxy]-4-methoxyphenyl}-3-methylpyrrolidinyl)-2-hydroxyethan-1-one

1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(dicyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-hydroxyethan-1-one

1-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-{[3-(4-chlorophenyl)(1,2,4-oxadiazol-5-yl)]methoxy}-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-hydroxyethan-1-one

1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(3,3-dimethylbutoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-(phenylmethoxy)ethan-1-one

1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(3,3-dimethylbutoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-hydroxyethan-1-one

1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-(phenylmethoxy)ethan-1-one

1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-hydroxyethan-1-one

N-(2-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-oxoethyl)(phenylmethoxy)carboxamide

1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-aminoethan-1-one

2-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-1,1-dimethyl-2-oxoethyl acetate

1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-hydroxy-2-methylpropan-1-one

2-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}(1S)-1-methyl-2-oxoethyl acetate

1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}(2S)-2-hydroxypropan-1-one

2-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-oxo-1-phenylethyl acetate

1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-hydroxy-2-phenylethan-1-one

2-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-1-(4-fluorophenyl)-2-oxoethyl acetate

1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-(4-fluorophenyl)-2-hydroxyethan-1-one

((3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl)-carbonyl)cyclopropyl acetate

3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropyl-methoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl hydroxycyclopropyl ketone

2-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropyl-methoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}(1S)-1-(methylpropyl)-2-oxoethyl acetate

1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropyl-methoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}(2S)-2-hydroxy-3-methylpentan-1-one

2-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropyl-methoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}(1S)-1-(2-methylpropyl)-2-oxoethyl acetate

1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropyl-methoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}(2S)-2-hydroxy-4-methylpentan-1-one

2-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropyl-methoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}(1S)-2-oxo-1-benzylethyl acetate

1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropyl-methoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}(2S)-2-hydroxy-3-phenylpropan-1-one

(1R)-2-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-oxo-1-benzylethyl acetate

((2R)-1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-hydroxy-3-phenylpropan-1-one

2-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(tert-butoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}(1S)-1-methyl-2-oxoethyl acetate

2-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-hydroxy-4-methoxyphenyl)-3-methylpyrrolidinyl](1S)-1-methyl-2-oxoethyl acetate

2-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[4-methoxy-3-(3-phenylprop-2-ynyloxy)phenyl]-3-methylpyrrolidinyl}(1S)-1-methyl-2-oxoethyl acetate

1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[4-methoxy-3-(3-phenylprop-2-ynyloxy)phenyl]-3-methylpyrrolidinyl}(2S)-2-hydroxypropan-1-one

2-(3-((1R)-1-Hydroxyethyl)(3S,4S)-4-{3-[3-(4-fluorophenyl)prop-2-ynyloxy]-4-methoxyphenyl}-3-methylpyrrolidinyl)-2-oxoethyl acetate

1-(3-((1R)-1-Hydroxyethyl)(3S,4S)-4-{3-[3-(4-fluorophenyl)prop-2-ynyloxy]-4-methoxyphenyl}-3-methylpyrrolidinyl)(2S)-2-hydroxypropan-1-one

2-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(4-methoxy-3-{3-[4-(trifluoromethyl)phenyl]prop-2-ynyloxy}phenyl)-3-methylpyrrolidinyl](1S)-1-methyl-2-oxoethyl acetate

1-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(4-methoxy-3-{3-[4-(trifluoromethyl)phenyl]prop-2-ynyloxy}phenyl)-3-methylpyrrolidinyl](2S)-2-hydroxypropan-1-one

2-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-{[3-(4-chlorophenyl)(1,2,4-oxadiazol-5-yl)]methoxy}-4-methoxyphenyl)-3-methylpyrrolidinyl](1S)-1-methyl-2-oxoethyl acetate

1-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-{[3-(4-chlorophenyl)(1,2,4-oxadiazol-5-yl)]methoxy}-4-methoxyphenyl)-3-methylpyrrolidinyl](2S)-2-hydroxypropan-1-one

2-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-indan-2-yloxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-1-(4-fluorophenyl)-2-oxoethyl acetate

1-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-indan-2-yloxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-(4-fluorophenyl)-2-hydroxyethan-1-one

2-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-indan-2-yloxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-1-methyl-2-oxoethyl acetate

1-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-indan-2-yloxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-hydroxypropan-1-one

2-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-indan-2-yloxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-1,1-dimethyl-2-oxoethyl acetate

1-[3-((1R)-1-Hydroxyethyl)(3S,4S)-4-(3-indan-2-yloxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-hydroxy-2-methylpropan-1-one

Methyl (3R)-3-((1R)-1-hydroxyethyl)-4-[3-(tert-butoxy)-4-methoxyphenyl]-3-methylpyrrolidine-carboxylate

2-Hydroxy-1-((3S,4S)-3-((R)-1-hydroxyethyl)-4-{4-methoxy-3-[2-(tetrahydrofuran-2-yl)ethoxy]phenyl}-3-methylpyrrolidin-1-yl)ethanone

2-Hydroxy-1-{(3S,4S)-3-((R)-1-hydroxyethyl)-4-[4-methoxy-3-(tetrahydrofuran-3-ylmethoxy)phenyl]-3-methylpyrrolidin-1-yl}ethanone

Methyl (3R)-3-((1R)-1-hydroxyethyl)-4-[3-((3S)-oxolan-3-yloxy)-4-methoxyphenyl]-3-methylpyrrolidinecarboxylate

Methyl (3R)-3-((1R)-1-hydroxyethyl)-4-[3-((3R)-oxolan-3-yloxy)-4-methoxyphenyl]-3-methylpyrrolidinecarboxylate

Methyl 3-((1R)-1-hydroxyethyl)(3S,4S)-4-{3-[2-(4-fluorophenoxy)ethoxy]-4-methoxyphenyl}-3-methylpyrrolidinecarboxylate

Methyl 3-((1R)-1-hydroxyethyl)(3S,4S)-4-{3-[3-(4-fluorophenoxy)propoxy]-4-methoxyphenyl}-3-methylpyrrolidinecarboxylate

Methyl 3-((1R)-1-hydroxyethyl)(3S,4S)-4-(4-methoxy-3-prop-2-ynyloxyphenyl)-3-methylpyrrolidinecarboxylate

Methyl 3-((1R)-1-hydroxyethyl)(3S,4S)-4-(3-but-2-ynyloxy-4-methoxyphenyl)-3-methylpyrrolidinecarboxylate

Methyl 3-((1R)-1-hydroxyethyl)(3S,4S)-4-[4-methoxy-3-(3-phenylprop-2-ynyloxy)phenyl]-3-methylpyrrolidinecarboxylate

Methyl 3-((1R)-1-hydroxyethyl)(3S,4S)-4-{3-[3-(4-fluorophenyl)prop-2-ynyloxy]-4-methoxyphenyl}-3-methylpyrrolidinecarboxylate

1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[4-methoxy-3-(3-phenylprop-2-ynyloxy)phenyl]-3-methylpyrrolidinyl}-2-acetylthioethan-1-one

1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[4-methoxy-3-(3-phenylprop-2-ynyloxy)phenyl]-3-methylpyrrolidinyl}-2-sulfanylethan-1-one

{2-[(3S,4S)-3-((R)-1-Hydroxyethyl)-4-(3-hydroxy-4-methoxyphenyl)-3-methylpyrrolidin-1-yl]-2-oxoethyl}carbamic acid tert-butyl ester

2-Amino-1-((3S,4S)-3-((R)-1-hydroxyethyl)-4-{4-methoxy-3-[3-(4-trifluoromethylphenyl)-prop-2-ynyloxy]phenyl}-3-methylpyrrolidin-1-yl)ethanone

Methyl 2-{3-((1R)-1-hydroxyethyl) (3S,4S)-4-[3-(tert-butoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-oxoacetate

Methyl 2-[3-((1R)-1-hydroxyethyl) (3S,4S)-4-(3-hydroxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-oxoacetate

Methyl 2-{3-((1R)-1-hydroxyethyl) (3S,4S)-4-[4-methoxy-3-(3-phenylprop-2-ynyloxy)phenyl]-3-methylpyrrolidinyl}-2-oxoacetate

4-(3-Cyclopropylmethoxy-4-methoxyphenyl)-3-(1,2-dihydroxyethyl)-3-methylpyrrolidine-1-carboxylic acid methyl ester

[4-(S)-(3-Cyclopropylmethoxy-4-methoxyphenyl)-3-(S)-(1-(R)-hydroxyethyl)-3-methylpyrrolidin-1-yl]-(2,2-dimethyl-[1,3]dioxolan-4-(S)-yl)methanone

1-[4-(S)-(3-Cyclopropylmethoxy-4-methoxyphenyl)-3-(S)-(1-(R)-hydroxyethyl)-3-methylpyrrolidin-1-yl]-2-(S)-3-dihydroxypropan-1-one

(R)-2,3-Dihydroxy-1-{(3S,4S)-3-((R)-1-hydroxyethyl)-4-[3-(indan-2-ylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidin-1-yl}propan-1-one

(R)-1-[(3S,4S)-4-{3-[3-(4-Fluorophenoxy)propoxy]-4-methoxyphenyl}-3-((R)-1-hydroxyethyl)-3-methylpyrrolidin-1-yl]-2,3-dihydroxypropan-1-one

1-((R)-2,2-Dimethyl-1,3-dioxolan-4-yl)-1-((3S,4S)-3-((R)-1-hydroxyethyl)-4-{4-methoxy-3-[3-(4-trifluoromethylphenyl)prop-2-ynyloxy]phenyl}-3-methylpyrrolidin-1-yl)methanone

(R)-2,3-Dihydroxy-1-((3S,4S)-3-((R)-1-hydroxyethyl)-4-{4-methoxy-3-[3-(4-trifluoromethylphenyl)-prop-2-ynyloxy]phenyl}-3-methylpyrrolidin-1-yl)-propan-1-one

2-Benzylloxy-1-{(3S,4S)-3-((R)-1-hydroxyethyl)-4-[4-methoxy-3-(2-thiophen-3-yl-ethoxy)phenyl]-3-methylpyrrolidin-1-yl}ethanone

2-Hydroxy-1-{(3S,4S)-3-((R)-1-hydroxyethyl)-4-[4-methoxy-3-((R)-2-phenylcyclopropylmethoxy)phenyl]-3-methylpyrrolidin-1-yl}ethanone

1-[(3S,4S)-4-[3-(3-Cyclopentylpropoxy)-4-methoxyphenyl]-3-((R)-1-hydroxyethyl)-3-methylpyrrolidin-1-yl]-2-hydroxyethanone

2-Hydroxy-1-{(3S,4S)-3-((R)-1-hydroxyethyl)-4-[4-methoxy-3-(3-phenylpropoxy)phenyl]-3-methylpyrrolidin-1-yl}ethanone

2-Hydroxy-1-{(3S,4S)-3-((R)-1-hydroxyethyl)-4-[3-(1-hydroxyindan-2-yloxy)-4-methoxyphenyl]-3-methylpyrrolidin-1-yl}ethanone

2-Hydroxy-1-((3S,4S)-3-((R)-1-hydroxyethyl)-4-{4-methoxy-3-[2-(4-methoxyphenyl)ethoxy]phenyl}-3-methylpyrrolidin-1-yl)ethanone

2-Hydroxy-1-{ (3S,4S) -3- ((R) -1-hydroxyethyl) -4- [4-methoxy-3- ((R) -2-methylcyclopropylmethoxy) phenyl] -3-methylpyrrolidin-1-yl}ethanone

1- (R) - [1- (2-Benzoyloxyethyl) -4- (S) - (3-cyclopentyloxy-4-methoxyphenyl) -3- (S) -methylpyrrolidin-3-yl] -ethanol

1- (R) - [4- (S) - (3-Cyclopentyloxy-4-methoxyphenyl) -1- (2-hydroxyethyl) -3- (S) -methylpyrrolidin-3-yl] ethanol

2-Benzoyloxy-1- [4- (S) - (3-cyclopropylmethoxy-4-methoxyphenyl) -3- (S) -hydroxymethyl-3-methylpyrrolidin-1-yl] ethanone

1- (2-Benzoyloxyacetyl) -4- (S) - (3-cyclopropylmethoxy-4-methoxyphenyl) -3- (S) -methylpyrrolidine-3-carbaldehyde

1- ((R) -2,2-Dimethyl-1,3-dioxolan-4-yl) -1- [(3S,4S) -3- ((R) -1-hydroxyethyl) -4- (3-hydroxy-4-methoxyphenyl) -3-methylpyrrolidin-1-yl] methanone

1- ((R) -2,2-Dimethyl-1,3-dioxolan-4-yl) -1- { (3S,4S) -3- ((R) -1-hydroxyethyl) -4- [4-methoxy-3- (3-phenylprop-2-ynyloxy) phenyl] -3-methylpyrrolidin[1[yl] methanone

(R) -2,3-Dihydroxy-1- { (3S,4S) -3- ((R) -1-hydroxyethyl) -4- [4-methoxy-3- (3-phenylprop-2-ynyloxy) phenyl] -3-methylpyrrolidin-1-yl} propan-1-one

1-((S)-2,2-Dimethyl-1,3-dioxolan-4-yl)-1-[(3S,4S)-3-((R)-1-hydroxyethyl)-4-(3-hydroxy-4-methoxyphenyl)-3-methylpyrrolidin-1-yl]methanone

1-((S)-2,2-Dimethyl-1,3-dioxolan-4-yl)-1-{(3S,4S)-3-((R)-1-hydroxyethyl)-4-[4-methoxy-3-(3-phenylprop-2-ynyloxy)phenyl]-3-methylpyrrolidin-1-yl}methanone

(S)-2,3-Dihydroxy-1-{(3S,4S)-3-((R)-1-hydroxyethyl)-4-[4-methoxy-3-(3-phenylprop-2-ynyloxy)phenyl]-3-methylpyrrolidin-1-yl}propan-1-one

Acetic acid (S)-1-benzyl-2-{(3S,4S)-3-((R)-1-hydroxyethyl)-4-[4-methoxy-3-(3-phenylprop-2-ynyloxy)phenyl]-3-methylpyrrolidin-1-yl}-2-oxoethyl ester

(S)-2-Hydroxy-1-{(3S,4S)-3-((R)-1-hydroxyethyl)-4-[4-methoxy-3-(3-phenylprop-2-ynyloxy)phenyl]-3-methylpyrrolidin-1-yl}-3-phenylpropan-1-one

Methyl 3-((1R)-1-hydroxyethyl)(3S,4S)-4-(3-hydroxy-4-methoxyphenyl)-3-methylpyrrolidinecarboxylate

and

{2-[(3S,4S)-3-((R)-1-Hydroxyethyl)-4-(3-hydroxy-4-methoxyphenyl)-3-methylpyrrolidin-1-yl]-2-oxoethyl}carbamic acid tert-butyl ester.

12. The compound of claim 1 selected from the group consisting of:

1-[3-((1R)-1-hydroxyethyl)(3S,4S)-4-(3-cyclopentyloxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-(phenylmethoxy)ethan-1-one,

phenylmethyl 4-[3-((1R)-1-hydroxyethyl)(3S,4S)-4-(3-cyclopentyloxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-4-oxobutanoate,

N-{3-[3-((1R)-1-hydroxyethyl)(3S,4S)-4-(3-cyclopentyloxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-3-oxopropyl}(phenylmethoxy)carboxamide,

N-{2-[3-((1R)-1-hydroxyethyl)(3S,4S)-4-(3-cyclopentyloxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-oxoethyl}(phenylmethoxy)carboxamide,

1-[3-((1R)-1-hydroxyethyl)(3S,4S)-4-(3-indan-2-yloxy-4-methoxyphenyl)-3-methylpyrrolidinyl]-2-hydroxyethan-1-one,

(1R)-1-[(3S,4S)-4-(3-indan-2-yloxy-4-methoxyphenyl)-3-methyl-1-(3-pyridyl)pyrrolidin-3-yl]ethan-1-ol,

(1R)-1-[(3S,4S)-4-(3-indan-2-yloxy-4-methoxyphenyl)-3-methyl-1-pyrimidin-2-ylpyrrolidin-3-yl]ethan-1-ol,

methyl 3-((1R)-1-hydroxyethyl)(3S,4S)-4-(3-cyclopentyloxy-4-methoxyphenyl)-3-methylpyrrolidine-carboxylate,

methyl 3-((1R)-1-hydroxyethyl)(3R,4R)-4-(3-cyclopentyloxy-4-methoxyphenyl)-3-methylpyrrolidine-carboxylate,

methyl 3-((1R)-1-hydroxyethyl)(3S,4S)-4-[4-methoxy-3-(3-phenylpropoxy)phenyl]-3-methylpyrrolidine-carboxylate,

3-((1R)-1-hydroxyethyl)(3S,4S)-4-(3-cyclopentyloxy-4-methoxyphenyl)-3-methylpyrrolidinyl morpholin-4-yl ketone,

1-{(3S,4S)-3-((1R)-1-Hydroxyethyl)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-hydroxypentan-1-one,

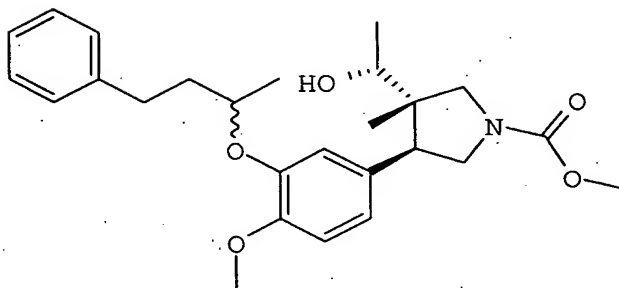
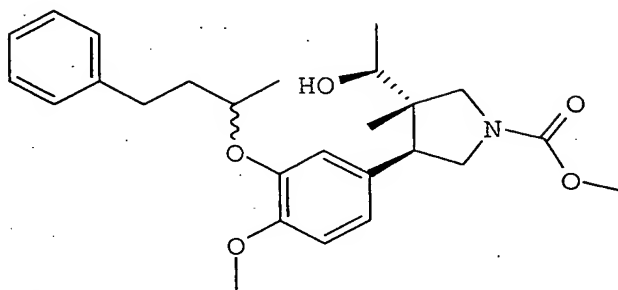
1-{(3S,4S)-((1R)-1-Hydroxyethyl)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}(2R)-2-amino-3-hydroxypropan-1-one hydrochloride,

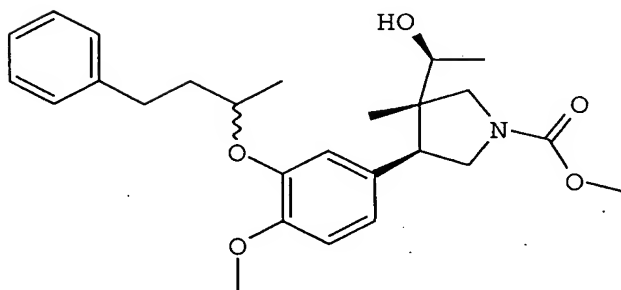
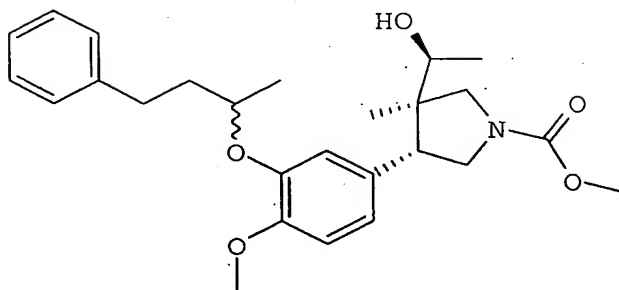
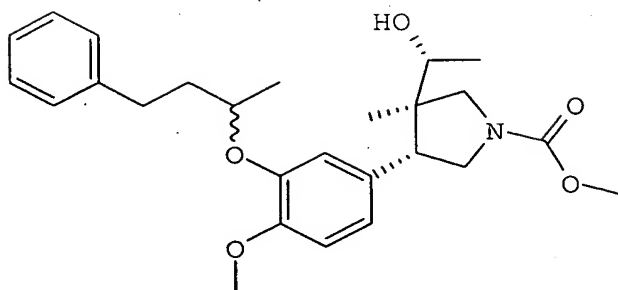
1-{3-((1R)-1-Hydroxyethyl)(3S,4S)-4-[3-(cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidinyl}-2-hydroxy-2-phenylethan-1-one,

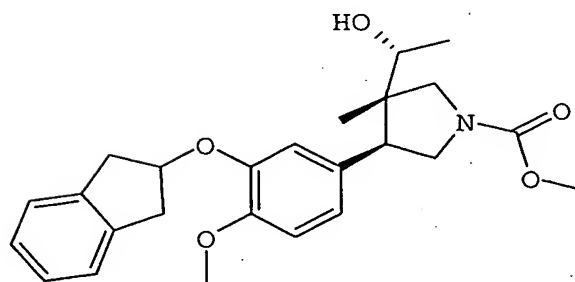
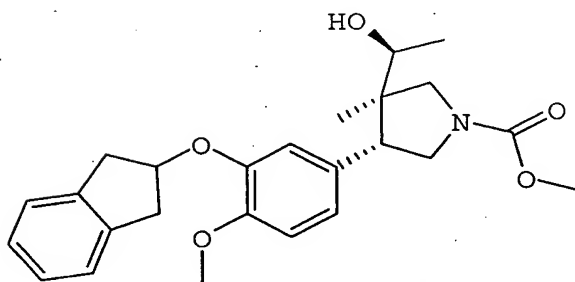
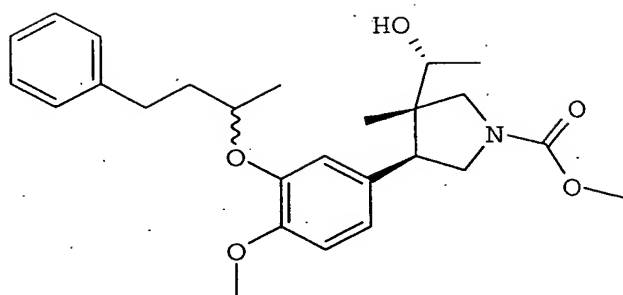
(S)-2,3-Dihydroxy-1-{(3S,4S)-3-((R)-1-hydroxyethyl)-4-[4-methoxy-3-(3-phenylprop-2-ynyloxy)phenyl]-3-methylpyrrolidin-1-yl}propan-1-one, and

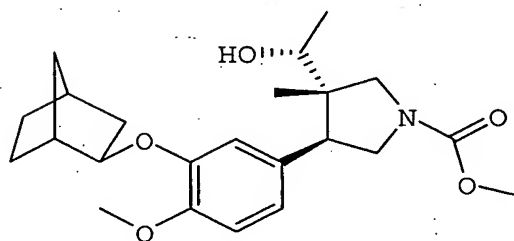
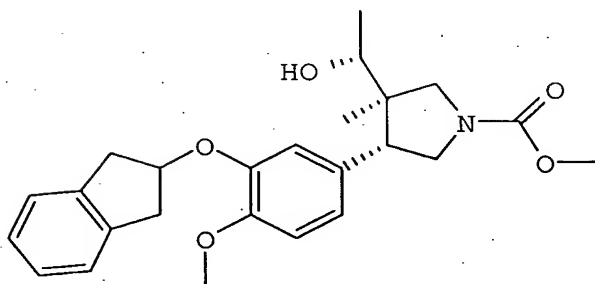
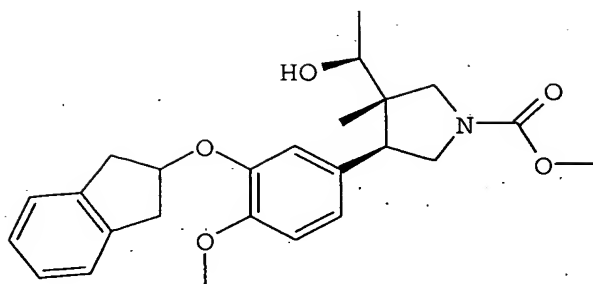
(S)-2-Hydroxy-1-{(3S,4S)-3-((R)-1-hydroxyethyl)-4-[4-methoxy-3-(3-phenylprop-2-ynyloxy)phenyl]-3-methylpyrrolidin-1-yl}-3-phenylpropan-1-one.

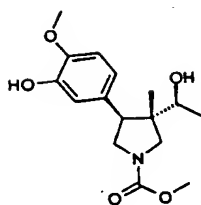
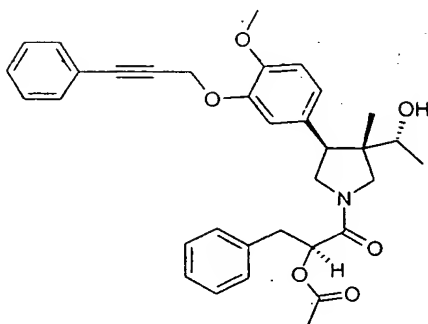
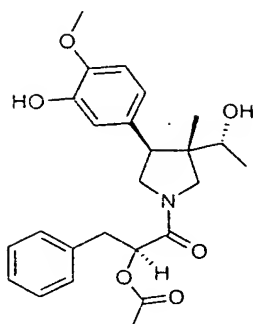
13. The compound of claim 1 selected from the group consisting of:

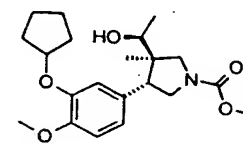
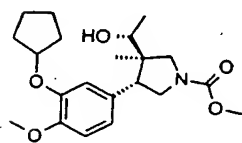
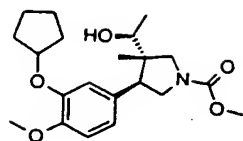
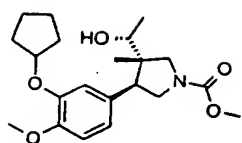




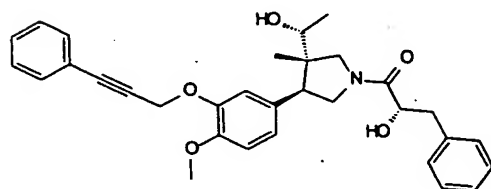
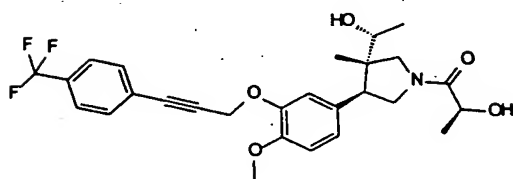
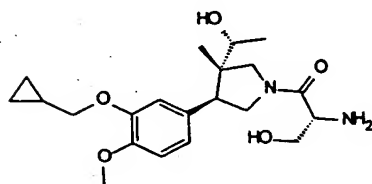
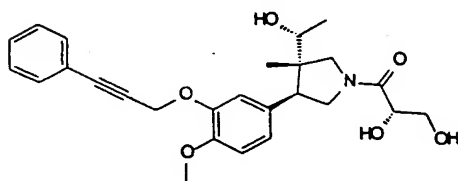
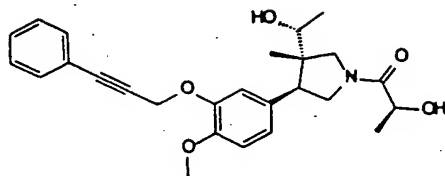


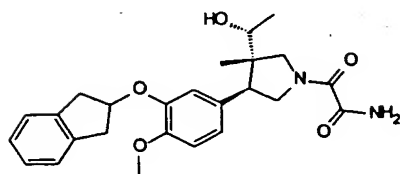
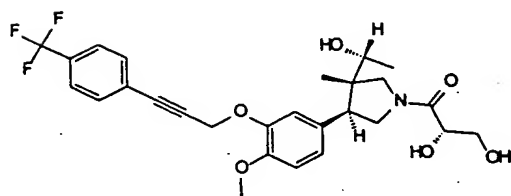
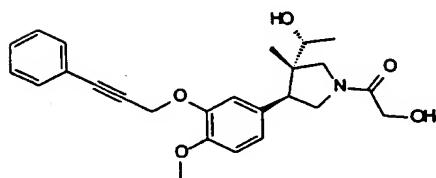
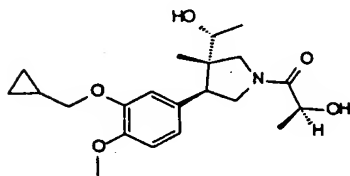
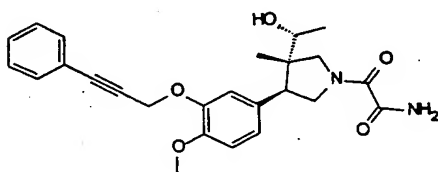
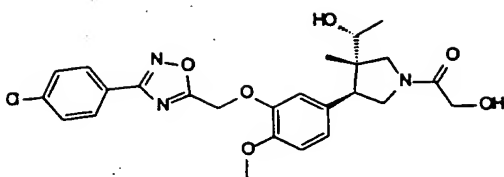


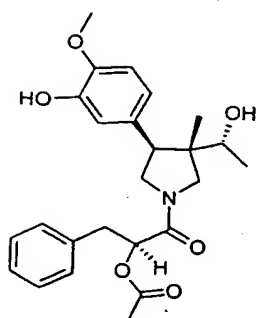
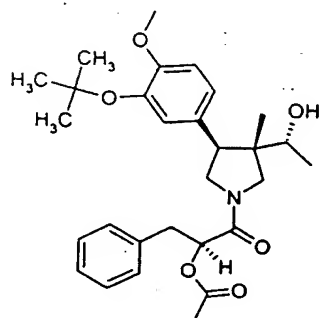
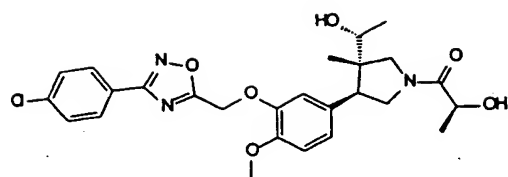




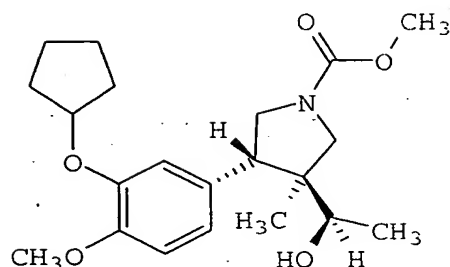
14. A compound of claim 1 selected from the group consisting of:







and



15. The compound of claim 1 having an IC_{50} vs. human recombinant PDE4 of about 700 pM to about 15 μ M.

16. The compound of claim 1 having a PBL/TNF α EC_{50} of about 1 nM to about 20 μ M.

17. The compound of claim 1 having an IC_{50} vs. human recombinant PDE4 of about 700 pM to about 15 μ M, and a PBL/TNF α EC_{50} of about 1 nM to about 20 μ M.

18. The compound of claim 1 having an IC_{50} vs. human recombinant PDE4 of about 100×10^{-9} M or less.

19. The compound of claim 1 having an IC_{50} vs. human recombinant PDE4 of about 50×10^{-9} M or less.

20. The compound of claim 1 having a PBL/TNF α EC_{50} of about 500×10^{-9} M or less.

21. The compound of claim 1 having a PBL/TNF α EC₅₀ of about 100×10^{-9} M or less.

22. The compound of claim 1 having an IC₅₀ vs. human recombinant PDE4 of about 100×10^{-9} or less and a PBL/TNF α EC₅₀ of about 500×10^{-9} M or less.

23. The compound of claim 1 having an IC₅₀ vs. human recombinant PDE4 of about 50×10^{-9} or less and a PBL/TNF α EC₅₀ of about 100×10^{-9} M or less.

24. A pharmaceutical composition comprising a compound of claim 1, a pharmaceutically acceptable carrier, and, optionally, a second antiinflammatory therapeutic agent.

25. The composition of claim 24 wherein the second antiinflammatory therapeutic agent is capable of targeting TNF α .

26. A method of treating a mammal having a condition where inhibition of a cAMP-specific PDE is of therapeutic benefit, said method comprising administering to said mammal at therapeutically effective amount of a compound of claim 1.

27. A method of modulating cAMP levels in a mammal comprising administering to said mammal an effective amount of a compound of claim 1.

28. A method of treating a mammal having a condition where inhibition of a cAMP-specific PDE is of a therapeutic benefit comprising administering to said mammal an effective amount of a pharmaceutical composition comprising a compound of claim 1 and a pharmaceutically acceptable carrier.

29. The method of claim 28 wherein the condition is an allergic disease, an autoimmune disease, an inflammatory disease, an arthritic disease, or dermatitis.

30. The method of claim 28 wherein the condition is rheumatoid arthritis, osteoarthritis, gouty arthritis, or spondylitis.

31. The method of claim 28 wherein the condition is thyroid-associated ophthalmopathy, Behcet disease, sepsis, septic shock, endotoxic shock, gram negative sepsis, gram positive sepsis, toxic shock syndrome, allergic conjunctivitis, vernal conjunctivitis, or eosinophilic granuloma.

32. The method of claim 28 wherein the condition is asthma, chronic bronchitis, allergic rhinitis, adult respiratory distress syndrome, chronic pulmonary inflammatory disease, chronic obstructive pulmonary disease, silicosis, or pulmonary sarcoidosis.

33. The method of claim 28 wherein the condition is reperfusion injury of the myocardium, brain or extremities as a brain or spinal cord injury due to trauma.

34. The method of claim 28 wherein the condition is a fibrosis, keloid formation, or scar tissue formation.

35. The method of claim 28 wherein the condition is systemic lupus erythematosus, a transplant rejection disorder, a graft vs. host reaction, or an allograft rejection.

36. The method of claim 28 wherein the condition is chronic glomerulonephritis, nephropathy attributed to Type 2 diabetes, an inflammatory bowel disease, Crohn's disease, or ulcerative colitis.

37. The method of claim 28 wherein the condition is proliferative lymphocytic disease or a leukemia.

38. The method of claim 28 wherein the condition is an inflammatory dermatosis, atopic dermatitis, psoriasis, or urticaria.

39. The method of claim 28 wherein the condition is a cardiomyopathy, congestive heart failure, atherosclerosis, pyrexia, cachexia, cachexia secondary to infection or malignancy, cachexia secondary to acquired immune deficiency syndrome, ARC, cerebral malaria, osteoporosis, a bone resorption disease, fever and myalgias due to infection, erectile dysfunction, male or female infertility, diabetes insipidus, a central nervous system disorder, an anxiety or stress response, cerebral ischemia, tardive dyskinesia, Parkinson's Disease, or premenstrual syndrome.

40. The method of claim 28 wherein the condition is depression or multi-infarct dementia.

41. The method of claim 40 further comprising treatment with a second antidepressant therapy.

42. The method of claim 41 wherein the second antidepressant therapy is selected from the group consisting of an electroconvulsive procedure, a monoamine oxidase inhibitor, a serotonin reuptake inhibitor of serotonin, and a norepinephrine reuptake inhibitor of norepinephrine.

43. The method of claim 28 wherein the condition is obesity.

44. The method of claim 43 further comprising administration of a PDE3 inhibitor.

45. The method of claim 28 wherein the mammal exhibits minimal adverse central nervous system side effects.

46. The method of claim 28 wherein the mammal is free of adverse central nervous system side effects.

47. The method of claim 28 wherein the mammal exhibits a minimal emetic response.

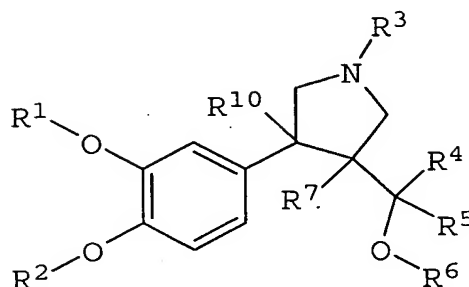
48. The method of claim 28 wherein the mammal is free of an emetic response.

49. A method of reducing TNF levels in a mammal comprising administering to said mammal therapeutically effective amount of a compound of claim 1.

50. A method of suppressing inflammatory cell activation in a mammal comprising administering to said mammal a therapeutically effective amount of a compound of claim 1.

51. A method of inhibiting PDE4 function in a mammal comprising administering to said mammal a therapeutically effective amount of a compound of claim 1.

52. A compound having a formula:



wherein R^1 is selected from the group consisting of hydrogen, lower alkyl, bridged alkyl, aryl, cycloalkyl, a 4-, 5-, or 6-membered saturated heterocycle, heteroaryl, C_{1-4} alkylenearyl, C_{1-4} alkyleneOaryl, C_{1-4} alkyleneheteroaryl, C_{1-4} alkyleneHet, C_{2-4} alkylenearylOaryl, C_{1-4} alkylene bridged alkyl, C_{1-4} alkylenecycloalkyl, substituted or unsubstituted propargyl, substituted or unsubstituted allyl, and halocycloalkyl;

R^2 is selected from the group consisting of hydrogen, methyl, and halo-substituted methyl;

R^3 is selected from the group consisting of hydrogen, C_{1-4} alkylenearyl, and $C(=O)C_{1-3}$ alkyleneOC₁₋₃alkylenearyl;

R^4 is selected from the group consisting of hydrogen, lower alkyl, haloalkyl, cycloalkyl, and aryl;

R^5 is selected from the group consisting of hydrogen, lower alkyl, alkynyl, haloalkyl, hydroxyalkyl, cycloalkyl, and aryl;

R^6 is selected from the group consisting of hydrogen, lower alkyl, and $C(=O)R^7$;

R^7 is selected from the group consisting of lower alkyl, branched or unbranched, C_{1-4} alkylene-aryl, cycloalkyl, Het, C_{1-4} alkylenecycloalkyl, heteroaryl, and aryl, each optionally substituted with one or more of $OC(=O)R^8$, $C(=O)OR^8$, OR^8 , NR^8R^9 , and SR^8 ; and

R^8 and R^9 , same or different, are selected from the group consisting of hydrogen, lower alkyl, cycloalkyl, aryl, heteroaryl, $C(=O)Oalkyl$, $C(=O)-alkyl$, $C(=O)Oaryl$, $alkylSO_2$, $haloalkylSO_2$, $C(=O)-C_{1-3}alkylenearyl$, $C(=O)OC_{1-4}alkylenearyl$, $C_{1-4}alkylene-aryl$, and Het, or R^8 and R^9 together form a 4-membered to 7-membered ring;

R^{10} is selected from the group consisting of hydrogen, alkyl, haloalkyl, cycloalkyl, aryl, $C(=O)alkyl$, $C(=O)cycloalkyl$, $C(=O)aryl$, $C(=O)Oalkyl$, $C(=O)Ocycloalkyl$, $C(=O)aryl$, CH_2OH , $CH_2Oalkyl$, CHO , CN , NO_2 , and SO_2R^{11} ; and

R^{11} is selected from the group consisting of alkyl, cycloalkyl, trifluoromethyl, aryl, aralkyl, and NR^8R^9 ; and

salts and solvates thereof.

53. The compound of claim 52 selected from the group consisting of:

(±) - [1-Benzyl-4- (3-cyclopentyloxy-4-methoxyphenyl) -
3-methylpyrrolidin-3-yl]methanol

2- [1-Benzyl-4- (S) - (3-cyclopropylmethoxy-4-methoxy-
phenyl) -3- (S) -methylpyrrolidin-3-yl]propan-2-ol

2- [4- (S) - (3-Cyclopropylmethoxy-4-methoxyphenyl) -3-
(S) -methylpyrrolidin-3-yl]propan-2-ol

2-Benzyl-1- [4- (S) - (3-cyclopropylmethoxy-4-methoxy-
phenyl) -3- (1-hydroxy-1-methylethyl) -3- (S) -methyl-
pyrrolidin-1-yl]ethanone

(1R) -1- [(3S,4S) -4- (3-Indan-2-yloxy-4-methoxyphenyl) -
3-methyl-1-benzylpyrrolidin-3-yl]ethan-1-ol

(1R) -1- [(3S,4S) -4- (3-Indan-2-yloxy-4-methoxyphenyl) -
3-methylpyrrolidin-3-yl]ethan-1-ol

(1R) -1- [(3S,4S) -4- (3-Cyclopentyloxy-4-methoxy-
phenyl) -3-methyl-1-benzylpyrrolidin-3-yl]ethan-1-ol

(1S) -1- [(3S,4S) -4- (3-Cyclopentyloxy-4-methoxy-
phenyl) -3-methyl-1-benzylpyrrolidin-3-yl]ethan-1-ol

(1S) -1- { (3S,4S) -4- [4-Methoxy-3- (phenylmethoxy) -
phenyl] -3-methyl-1-benzylpyrrolidin-3-yl}ethan-1-ol

(1R) -1- { (3S,4S) -4- [4-Methoxy-3- (phenylmethoxy) -
phenyl] -3-methyl-1-benzylpyrrolidin-3-yl}ethan-1-ol

1-R-[1-Benzyl-4-S-(3-tert-butoxy-4-methoxyphenyl)-3-S-methylpyrrolidin-3-yl]ethanol

3-[1-Benzyl-4-(S)-(3-cyclopropylmethoxy-4-methoxyphenyl)-3-(S)-methylpyrrolidine-3-carbonyl]-4-(R)-phenyloxazolidin-2-one

1-[1-Benzyl-4-(S)-(3-cyclopropylmethoxy-4-methoxyphenyl)-3-(S)-methylpyrrolidin-3-yl]ethanol

(1R)-1-{(3S,4S)-4-[3-(Cyclopropylmethoxy)-4-methoxyphenyl]-3-methylpyrrolidin-3-yl}ethan-1-ol

(1R)-1-[(3S,4S)-4-(3-Cyclopentyloxy-4-methoxyphenyl)-3-methylpyrrolidin-3-yl]ethan-1-ol

(1S)-1-[(3S,4S)-4-(3-Cyclopentyloxy-4-methoxyphenyl)-3-methylpyrrolidin-3-yl]ethan-1-ol

5-[4-((1R)-1-Hydroxyethyl)(3S,4S)-4-methylpyrrolidin-3-yl]-2-methoxyphenol

(1R)-1-{(3R)-4-[3-(tert-Butoxy)-4-methoxyphenyl]-3-methyl-1-benzylpyrrolidin-3-yl}ethan-1-ol

5-[(4R)-4-((1S)-1-Hydroxyethyl)-4-methyl-1-benzylpyrrolidin-3-yl]-2-methoxyphenol

[4-(S)-(3-Cyclopropylmethoxy-4-methoxyphenyl)-3-(S)-methylpyrrolidin-3-yl]methanol.